



HEALTH QUARTERLY STATEMENT
AS OF SEPTEMBER 30, 2011
OF THE CONDITION AND AFFAIRS OF THE
Aetna Health Inc. (a Michigan corporation)

NAIC Group Code 0001 0001 NAIC Company Code 95756 Employer's ID Number 23-2861565
(Current Period) (Prior Period)
Organized under the Laws of Michigan State of Domicile or Port of Entry Michigan
Country of Domicile United States
Licensed as business type: Life, Accident & Health [] Property/Casualty [] Hospital, Medical & Dental Service or Indemnity []
Dental Service Corporation [] Vision Service Corporation [] Health Maintenance Organization [X]
Other [] Is HMO Federally Qualified? Yes [] No [X]
Incorporated/Organized September 10, 1996 Commenced Business April 1, 1998
Statutory Home Office 28588 Northwestern Highway Southfield MI..... 48034
(Street and Number) (City, State and Zip Code)
Main Administrative Office 28588 Northwestern Highway
(Street and Number)
..... Southfield .. MI .. 48034 248-357-7766
(City, State and Zip Code) (Area Code) (Telephone Number)
Mail Address 28588 Northwestern Highway Southfield MI..... 48034
(Street and Number or P. O. Box) (City, State and Zip Code)
Primary Location of Books and Records 980 Jolly Road
(Street and Number)
..... Blue Bell PA 19422-1904 800-872-3862
(City, State and Zip Code) (Area Code) (Telephone Number)
Internet Website Address www.aetna.com
Statutory Statement Contact Steven Matthew Conte 215-775-6508
(Name) (Area Code) (Telephone Number) (Extension)
..... Aetna.HMOReporting@aetna.com 860-262-7767
(E-mail Address) (Fax Number)

OFFICERS

William Berenson, President	OTHER	Burton Fred Vanderlaan, M.D., Senior Medical Director
Edward Chung-I Lee, Vice President and Secretary		Elaine Rose Cofrancesco, Treasurer
Jennifer Anne Palma, Principal Financial Officer and Controller		Gregory Stephen Martino, Vice President
		Kevin James Casey, Senior Investment Officer
		David William Braun, Assistant Controller

DIRECTORS OR TRUSTEES

William Berenson Gregory Stephen Martino

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manuals except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature) William Berenson President	(Signature) Edward Chung-I Lee Vice President and Secretary@	(Signature) Jennifer Anne Palma Principal Financial Officer and Controller@@
State of..... Illinois County of..... Cook Subscribed and sworn to before me this _____ day of _____ 2011	State of..... Connecticut County of..... Hartford @Subscribed and sworn to before me this _____ day of _____ 2011	State of..... Pennsylvania County of..... Montgomery @@Subscribed and sworn to before me this _____ day of _____ November 2011
NOTARY PUBLIC (Seal)	NOTARY PUBLIC (Seal)	NOTARY PUBLIC (Seal)

- a. Is this an original filing? Yes [X] No []
b. If no: 1. State the amendment number...
2. Date filed
3. Number of pages attached

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds.....	1,098,447	.....0	1,098,447	1,097,879
2. Stocks:				
2.1 Preferred stocks.....	.....0	.....0	.....0	.....0
2.2 Common stocks.....	.....0	.....0	.....0	.....0
3. Mortgage loans on real estate:				
3.1 First liens.....	.....0	.....0	.....0	.....0
3.2 Other than first liens.....	.....0	.....0	.....0	.....0
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	.....0	.....0	.....0	.....0
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	.....0	.....0	.....0	.....0
4.3 Properties held for sale (less \$.....0 encumbrances).....	.....0	.....0	.....0	.....0
5. Cash (\$.....25,014), cash equivalents (\$.....2,632,743) and short-term investments (\$.....1,366).....	2,659,123	.....0	2,659,123	2,629,881
6. Contract loans (including \$.....0 premium notes).....	.....0	.....0	.....0	.....0
7. Derivatives.....	.....0	.....0	.....0	.....0
8. Other invested assets.....	.....0	.....0	.....0	.....0
9. Receivables for securities.....	.....0	.....0	.....0	.....0
10. Securities lending reinvested collateral assets.....	.....0	.....0	.....0	.....0
11. Aggregate write-ins for invested assets.....	.....0	.....0	.....0	.....0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	3,757,570	.....0	3,757,570	3,727,760
13. Title plants less \$.....0 charged off (for Title insurers only).....	.....0	.....0	.....0	.....0
14. Investment income due and accrued.....	5,971	.....0	5,971	17,658
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	.....0	.....0	.....0	.....0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	.....0	.....0	.....0	.....0
15.3 Accrued retrospective premiums.....	.....0	.....0	.....0	.....0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	.....0	.....0	.....0	.....0
16.2 Funds held by or deposited with reinsured companies.....	.....0	.....0	.....0	.....0
16.3 Other amounts receivable under reinsurance contracts.....	.....0	.....0	.....0	.....0
17. Amounts receivable relating to uninsured plans.....	.....0	.....0	.....0	.....0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	.....0	.....0	.....0	.....0
18.2 Net deferred tax asset.....	.....0	.....0	.....0	.....0
19. Guaranty funds receivable or on deposit.....	.....0	.....0	.....0	.....0
20. Electronic data processing equipment and software.....	.....0	.....0	.....0	.....0
21. Furniture and equipment, including health care delivery assets (\$.....0).....	.....0	.....0	.....0	.....0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	.....0	.....0	.....0	.....0
23. Receivables from parent, subsidiaries and affiliates.....	.....0	.....0	.....0	.....0
24. Health care (\$.....0) and other amounts receivable.....	.....0	.....0	.....0	.....0
25. Aggregate write-ins for other than invested assets.....	.....0	.....0	.....0	.....0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	3,763,541	.....0	3,763,541	3,745,418
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	.....0	.....0	.....0	.....0
28. Total (Lines 26 and 27).....	3,763,541	.....0	3,763,541	3,745,418

DETAILS OF WRITE-INS				
1101. ....	.....0	.....0	.....0	.....0
1102. ....	.....0	.....0	.....0	.....0
1103. ....	.....0	.....0	.....0	.....0
1198. Summary of remaining write-ins for Line 11 from overflow page.....	.....0	.....0	.....0	.....0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	.....0	.....0	.....0	.....0
2501. ....	.....0	.....0	.....0	.....0
2502. ....	.....0	.....0	.....0	.....0
2503. ....	.....0	.....0	.....0	.....0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	.....0	.....0	.....0	.....0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	.....0	.....0	.....0	.....0

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded).....	.....76	.....2	.....78	.....867
2. Accrued medical incentive pool and bonus amounts.....	.....0	.....0	.....0	.....0
3. Unpaid claims adjustment expenses.....	.....2	.....0	.....2	.....19
4. Aggregate health policy reserves.....	.....0	.....0	.....0	.....0
5. Aggregate life policy reserves.....	.....0	.....0	.....0	.....0
6. Property/casualty unearned premium reserve.....	.....0	.....0	.....0	.....0
7. Aggregate health claim reserves.....	.....1	.....0	.....1	.....12
8. Premiums received in advance.....	.....0	.....0	.....0	.....0
9. General expenses due or accrued.....	.....1,801	.....0	.....1,801	.....1,801
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses)).....	.....3,377	.....0	.....3,377	.....591
10.2 Net deferred tax liability.....	.....1,727	.....0	.....1,727	.....1,522
11. Ceded reinsurance premiums payable.....	.....0	.....0	.....0	.....0
12. Amounts withheld or retained for the account of others.....	.....0	.....0	.....0	.....0
13. Remittances and items not allocated.....	.....0	.....0	.....0	.....0
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current).....	.....0	.....0	.....0	.....0
15. Amounts due to parent, subsidiaries and affiliates.....	.....2,745	.....0	.....2,745	.....4,927
16. Derivatives.....	.....0	.....0	.....0	.....0
17. Payable for securities.....	.....0	.....0	.....0	.....0
18. Payable for securities lending.....	.....0	.....0	.....0	.....0
19. Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 unauthorized reinsurers).....	.....0	.....0	.....0	.....0
20. Reinsurance in unauthorized companies.....	.....0	.....0	.....0	.....0
21. Net adjustments in assets and liabilities due to foreign exchange rates.....	.....0	.....0	.....0	.....0
22. Liability for amounts held under uninsured plans.....	.....0	.....0	.....0	.....0
23. Aggregate write-ins for other liabilities (including \$.....0 current).....	.....0	.....0	.....0	.....0
24. Total liabilities (Lines 1 to 23).....	.....9,729	.....2	.....9,731	.....9,739
25. Aggregate write-ins for special surplus funds.....	.....XXX	.....XXX	.....2	.....2
26. Common capital stock.....	.....XXX	.....XXX	.....10	.....10
27. Preferred capital stock.....	.....XXX	.....XXX	.....0	.....0
28. Gross paid in and contributed surplus.....	.....XXX	.....XXX	.....8,599,990	.....8,599,990
29. Surplus notes.....	.....XXX	.....XXX	.....0	.....0
30. Aggregate write-ins for other than special surplus funds.....	.....XXX	.....XXX	.....0	.....0
31. Unassigned funds (surplus).....	.....XXX	.....XXX	.....(4,846,192)	.....(4,864,323)
32. Less treasury stock, at cost:				
32.1 .....0.000 shares common (value included in Line 26 \$.....0).....	.....XXX	.....XXX	.....0	.....0
32.2 .....0.000 shares preferred (value included in Line 27 \$.....0).....	.....XXX	.....XXX	.....0	.....0
33. Total capital and surplus (Lines 25 to 31 minus Line 32).....	.....XXX	.....XXX	.....3,753,810	.....3,735,679
34. Total liabilities, capital and surplus (Lines 24 and 33).....	.....XXX	.....XXX	.....3,763,541	.....3,745,418

DETAILS OF WRITE-INS				
2301. ....	.....0	.....0	.....0	.....0
2302. ....	.....0	.....0	.....0	.....0
2303. ....	.....0	.....0	.....0	.....0
2398. Summary of remaining write-ins for Line 23 from overflow page.....	.....0	.....0	.....0	.....0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above).....	.....0	.....0	.....0	.....0
2501. Additional Deferred Tax Asset Admitted Amount.....	.....XXX	.....XXX	.....2	.....2
2502. ....			.....0	.....0
2503. ....			.....0	.....0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	.....XXX	.....XXX	.....0	.....0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	.....XXX	.....XXX	.....2	.....2
3001. ....			.....0	.....0
3002. ....			.....0	.....0
3003. ....			.....0	.....0
3098. Summary of remaining write-ins for Line 30 from overflow page.....	.....XXX	.....XXX	.....0	.....0
3099. Totals (Lines 3001 thru 3003 plus 3098) (Line 30 above).....	.....XXX	.....XXX	.....0	.....0

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member months.....	XXX.....	.....0	.....0	.....0
2. Net premium income (including \$.....0 non-health premium income).....	XXX.....	.....(443)	.....0	.....0
3. Change in unearned premium reserves and reserve for rate credits.....	XXX.....	.....0	.....0	.....0
4. Fee-for-service (net of \$.....0 medical expenses).....	XXX.....	.....0	.....0	.....0
5. Risk revenue.....	XXX.....	.....0	.....0	.....0
6. Aggregate write-ins for other health care related revenues.....	XXX.....	.....0	.....0	.....0
7. Aggregate write-ins for other non-health revenues.....	XXX.....	.....0	.....0	.....0
8. Total revenues (Lines 2 to 7).....	XXX.....	.....(443)	.....0	.....0
Hospital and Medical:				
9. Hospital/medical benefits.....	.....0	.....(913)	.....(6,084)	.....(7,856)
10. Other professional services.....	.....0	.....0	.....0	.....0
11. Outside referrals.....	.....0	.....0	.....0	.....0
12. Emergency room and out-of-area.....	.....0	.....(67)	.....(110)	.....(140)
13. Prescription drugs.....	.....0	.....0	.....632	.....2,343
14. Aggregate write-ins for other hospital and medical.....	.....0	.....0	.....0	.....0
15. Incentive pool, withhold adjustments and bonus amounts.....	.....0	.....0	.....0	.....0
16. Subtotal (Lines 9 to 15).....	.....0	.....(980)	.....(5,562)	.....(5,653)
Less:				
17. Net reinsurance recoveries.....	.....0	.....0	.....0	.....0
18. Total hospital and medical (Lines 16 minus 17).....	.....0	.....(980)	.....(5,562)	.....(5,653)
19. Non-health claims (net).....	.....0	.....0	.....0	.....0
20. Claims adjustment expenses, including \$.....0 cost containment expenses.....	.....0	.....0	.....0	.....0
21. General administrative expenses.....	.....0	.....13,018	.....11,076	.....8,091
22. Increase in reserves for life and accident and health contracts (including \$.....0 increase in reserves for life only).....	.....0	.....0	.....0	.....0
23. Total underwriting deductions (Lines 18 through 22).....	.....0	.....12,038	.....5,514	.....2,438
24. Net underwriting gain or (loss) (Lines 8 minus 23).....	XXX.....	.....(12,481)	.....(5,514)	.....(2,438)
25. Net investment income earned.....	.....0	.....40,383	.....39,428	.....49,342
26. Net realized capital gains (losses) less capital gains tax of \$....(3).....	.....0	.....(5)	.....0	.....6
27. Net investment gains or (losses) (Lines 25 plus 26).....	.....0	.....40,378	.....39,428	.....49,348
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$.....0) (amount charged off \$.....0)].....	.....0	.....0	.....0	.....0
29. Aggregate write-ins for other income or expenses.....	.....0	.....0	.....0	.....0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29).....	XXX.....	.....27,897	.....33,914	.....46,910
31. Federal and foreign income taxes incurred.....	XXX.....	.....9,561	.....11,669	.....16,148
32. Net income (loss) (Lines 30 minus 31).....	XXX.....	.....18,336	.....22,245	.....30,762

DETAILS OF WRITE-INS				
0601.	XXX.....	.....0	.....0	.....0
0602.	XXX.....	.....0	.....0	.....0
0603.	XXX.....	.....0	.....0	.....0
0698. Summary of remaining write-ins for Line 6 from overflow page.....	XXX.....	.....0	.....0	.....0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	XXX.....	.....0	.....0	.....0
0701.	XXX.....	.....0	.....0	.....0
0702.	XXX.....	.....0	.....0	.....0
0703.	XXX.....	.....0	.....0	.....0
0798. Summary of remaining write-ins for Line 7 from overflow page.....	XXX.....	.....0	.....0	.....0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above).....	XXX.....	.....0	.....0	.....0
1401. ....	.....0	.....0	.....0	.....0
1402. ....	.....0	.....0	.....0	.....0
1403. ....	.....0	.....0	.....0	.....0
1498. Summary of remaining write-ins for Line 14 from overflow page.....	.....0	.....0	.....0	.....0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	.....0	.....0	.....0	.....0
2901. ....	.....0	.....0	.....0	.....0
2902. ....	.....0	.....0	.....0	.....0
2903. ....	.....0	.....0	.....0	.....0
2998. Summary of remaining write-ins for Line 29 from overflow page.....	.....0	.....0	.....0	.....0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	.....0	.....0	.....0	.....0

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

STATEMENT OF REVENUE AND EXPENSES (Continued)

CAPITAL AND SURPLUS ACCOUNT	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
33. Capital and surplus prior reporting year.....	3,735,679	3,707,577	3,707,577
34. Net income or (loss) from Line 32.....	18,336	22,245	30,762
35. Change in valuation basis of aggregate policy and claim reserves.....	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.....0.....	0	0	0
37. Change in net unrealized foreign exchange capital gain or (loss).....	0	0	0
38. Change in net deferred income tax.....	(205)	(2,592)	(2,660)
39. Change in nonadmitted assets.....	0	0	0
40. Change in unauthorized reinsurance.....	0	0	0
41. Change in treasury stock.....	0	0	0
42. Change in surplus notes.....	0	0	0
43. Cumulative effect of changes in accounting principles.....	0	0	0
44. Capital changes:			
44.1 Paid in.....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....	0	0	0
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....	0	0	0
45.3 Transferred from capital.....	0	0	0
46. Dividends to stockholders.....	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital and surplus (Lines 34 to 47).....	18,131	19,653	28,102
49. Capital and surplus end of reporting period (Line 33 plus 48).....	3,753,810	3,727,230	3,735,679

DETAILS OF WRITE-INS			
4701.	0	0	0
4702.	0	0	0
4703.	0	0	0
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above).....	0	0	0

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	(443)	0	0
2. Net investment income.....	51,502	50,570	48,610
3. Miscellaneous income.....	0	0	0
4. Total (Lines 1 through 3).....	51,059	50,570	48,610
5. Benefit and loss related payments.....	(180)	(4,229)	(3,925)
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	13,035	11,117	8,139
8. Dividends paid to policyholders.....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	6,775	11,335	17,043
10. Total (Lines 5 through 9).....	19,630	18,223	21,257
11. Net cash from operations (Line 4 minus Line 10).....	31,429	32,347	27,353
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	0	0	0
12.2 Stocks.....	0	0	0
12.3 Mortgage loans.....	0	0	0
12.4 Real estate.....	0	0	0
12.5 Other invested assets.....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	(5)	(4)	4
12.7 Miscellaneous proceeds.....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	(5)	(4)	4
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	0	0	0
13.2 Stocks.....	0	0	0
13.3 Mortgage loans.....	0	0	0
13.4 Real estate.....	0	0	0
13.5 Other invested assets.....	0	0	0
13.6 Miscellaneous applications.....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	0	0	0
14. Net increase (decrease) in contract loans and premium notes.....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	(5)	(4)	4
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds.....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	0	0	0
16.5 Dividends to stockholders.....	0	0	0
16.6 Other cash provided (applied).....	(2,182)	64,734	62,217
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(2,182)	64,734	62,217
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	29,242	97,077	89,574
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	2,629,881	2,540,307	2,540,307
19.2 End of period (Line 18 plus Line 19.1).....	2,659,123	2,637,384	2,629,881

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001	0	0	0
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Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at End of:										
1. Prior Year.....	0	0	0	0	0	0	0	0	0	0
2. First Quarter.....	0	0	0	0	0	0	0	0	0	0
3. Second Quarter.....	0	0	0	0	0	0	0	0	0	0
4. Third Quarter.....	0	0	0	0	0	0	0	0	0	0
5. Current Year.....	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months.....	0	0	0	0	0	0	0	0	0	0
Total Member Ambulatory Encounters for Period:										
7. Physician.....	0	0	0	0	0	0	0	0	0	0
8. Non-Physician.....	0	0	0	0	0	0	0	0	0	0
9. Total.....	0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred.....	0	0	0	0	0	0	0	0	0	0
11. Number of Inpatient Admissions.....	0	0	0	0	0	0	0	0	0	0
12. Health Premiums Written (a).....	(443)	0	(443)	0	0	0	0	0	0	0
13. Life Premiums Direct.....	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written.....	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned.....	(443)	0	(443)	0	0	0	0	0	0	0
16. Property/Casualty Premiums Earned.....	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services.....	(180)	0	(180)	0	0	0	0	0	0	0
18. Amount Incurred for Provision of Health Care Services.....	(980)	0	(980)	0	0	0	0	0	0	0

(a) For health premiums written: Amount of Medicare Title XVIII exempt from state taxes or fees \$.0.

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims						
1	2	3	4	5	6	7
Account	1 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
Claims Unpaid (Reported)						
Aging estimated based on claims in process of adjudication as of 09/30/11.....	0	0	0	0	0	0
0199999. Individually Listed Claims Unpaid.....	0	0	0	0	0	0
0299999. Aggregate Accounts Not Individually Listed-Uncovered.....	0	0	0	0	31	31
0399999. Aggregate Accounts Not Individually Listed-Covered.....	0	0	0	0	47	47
0499999. Subtotals.....	0	0	0	0	78	78
0799999. Total Claims Unpaid.....						78

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

UNDERWRITING AND INVESTMENT EXHIBIT

Analysis of Claims Unpaid - Prior Year - Net of Reinsurance

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical).....	(180)	0	79	0	(101)	879
2. Medicare Supplement.....	0	0	0	0	0	0
3. Dental only.....	0	0	0	0	0	0
4. Vision only.....	0	0	0	0	0	0
5. Federal Employees Health Benefits Plan.....	0	0	0	0	0	0
6. Title XVIII - Medicare.....	0	0	0	0	0	0
7. Title XIX - Medicaid.....	0	0	0	0	0	0
8. Other health.....	0	0	0	0	0	0
9. Health subtotal (Lines 1 to 8).....	(180)	0	79	0	(101)	879
10. Healthcare receivables (a).....	0	0	0	0	0	0
11. Other non-health.....	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts.....	0	0	0	0	0	0
13. Totals (Lines 9-10+11+12).....	(180)	0	79	0	(101)	879

(a) Excludes \$.....0 loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

1. Summary of significant accounting policies

A. Accounting practices

The accompanying statutory financial statements of Aetna Health Inc. (a Michigan corporation) (the "Company"), indirectly a wholly-owned subsidiary of Aetna Inc. ("Aetna"), have been prepared in conformity with accounting practices prescribed or permitted by the Michigan Office of Financial and Insurance Services ("Michigan Department") ("Michigan Accounting Practices"). The Michigan Department recognizes only statutory accounting practices prescribed or permitted by the State of Michigan for determining and reporting the financial condition and results of operations of an insurance company, which include accounting practices and procedures adopted by the National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* ("NAIC SAP"). The Company's net income and capital and surplus as stated on a NAIC SAP basis and on the basis of practices prescribed or permitted by the State of Michigan were the same as of and for the period ending September 30, 2011.

Michigan Accounting Practices vary from U.S. generally accepted accounting principles ("GAAP"). The primary differences include:

- Certain assets, designated as nonadmitted assets (in part, uncollected premiums which are nonadmitted in accordance with Statements of Statutory Accounting Principles ("SSAP") No. 6, *Uncollected Premium Balances, Bills Receivable for Premiums, and Amounts Due From Agents and Brokers*) are not recorded as assets, but are charged to surplus. Thus, nonadmitting uncollected premiums eliminates the need for a separate allowance for doubtful accounts which is utilized under GAAP;
- Bonds are recorded at amortized cost except for those with an NAIC designation of 3 through 6, which are reported at the lower of amortized cost or fair value. Therefore, changes in unrealized gains and losses for those securities held at amortized cost are not reflected in the financial statements. Under GAAP, bonds classified as available for sale are recorded at fair value, and related changes in unrealized gains and losses are recorded as a component of equity, net of deferred Federal income taxes; and
- Deferred tax assets and liabilities are determined and admitted in accordance with SSAP No. 10R, *Income Taxes – Revised, A Temporary Replacement of SSAP 10* ("SSAP 10R"). Changes in net deferred tax assets and liabilities are reflected as changes in surplus. Under GAAP, changes in such assets and liabilities are reflected in net income.

B. Use of estimates in the preparation of the financial statements

The preparation of these financial statements in conformity with Michigan Accounting Practices requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and revenues and expenses. Actual results could differ from those estimates.

2. Accounting changes and corrections of errors

No significant change.

3. Business combinations and goodwill

No significant change.

4. Discontinued operations

The Company has withdrawn from the market effective December 31, 2007. The Company provided such information to the Michigan Office of Financial and Insurance Services on November 7, 2006 pursuant to M.C.L.A. Section 500.3712.

5. Investments

A. – C. No significant change.

D. Loan-Backed Securities

1. Prepayment assumptions for single class and multi-class mortgage backed/asset backed securities were obtained from industry market sources.
2. The Company had no other-than-temporary impairment ("OTTI") losses during the third quarter of 2011 on loan-backed and structured securities in which the Company had the intent to sell or did not have the intent and ability to retain for a period of time sufficient to recover the amortized cost basis in accordance with SSAP No. 43R, *Loan-Backed and Structured Securities*.
3. The Company had no recognized OTTI on loan-backed and structured securities held by the Company at September 30, 2011.

4. The Company had no unrealized loss position on loan-backed and structured securities held by the Company at September 30, 2011.

E. – G. No significant change.

6. Joint ventures, partnerships, and limited liability companies

No significant change.

7. Investment income

No significant change.

8. Derivative instruments

No significant change.

9. Income taxes

No significant change.

10. Information concerning parent, subsidiaries, affiliates, and related parties

No significant change.

11. Debt

No significant change.

12. Retirement plans, deferred compensation postemployment benefits and compensated absences and other postretirement benefit plans

No significant change.

13. Capital and surplus, shareholders' dividend restrictions and quasi-reorganizations

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about financial instruments with off-balance sheet risk and financial instruments with concentrations of credit risk

No significant change.

17. Sale, transfer and servicing of financial assets and extinguishments of liabilities

A. Transfers of receivables reported as sales

No significant change.

B. Transfer and servicing of financial assets

No significant change.

C. Wash sales

The Company did not have any wash sales for the period ending September 30, 2011.

18. Gain or loss to the HMO from uninsured A&H plans and the uninsured portion of partially insured plans

No significant change.

19. Direct premium written/produced by managing general agents/third party administrators

No significant change.

20. Fair value measurements

The Company had no material amount of assets or liabilities measured and reported at fair value at September 30, 2011.

21. Other items

No significant change.

22. Events subsequent

Subsequent events have been considered through November 10, 2011 for the statutory statement issued on November 15, 2011. The Company had no known reportable subsequent events.

23. Reinsurance

No significant change.

24. Retrospectively rated contracts and contracts subject to redetermination

No significant change.

25. Change in claims unpaid, unpaid claims adjustment expense, and aggregate health claim reserves

The Company had no significant development of prior period health care cost estimates in 2010. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

26. Intercompany pooling arrangements

No significant change.

27. Structured settlements

No significant change.

28. Health care receivables

No significant change.

29. Participating policies

No significant change.

30. Premium deficiency reserves

No significant change.

31. Anticipated salvage and subrogation

No significant change.

Statement as of September 30, 2011 of the **Aetna Health Inc. (a Michigan corporation)**

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]

2.2 If yes, date of change:

3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [X] No []
If yes, complete the Schedule Y-Part 1 - Organizational chart.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]

4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1	2	3
Name of Entity	NAIC Company Code	State of Domicile

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010.....

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2007.....

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 1/6/2009.....

6.4 By what department or departments?
Michigan Office of Financial and Insurance Regulation

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

1	2	3	4	5	6	7
Affiliate Name	Location (City, State)	FRB	OCC	OTS	FDIC	SEC

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []

- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

9.2 Has the code of ethics for senior managers been amended? Yes [X] No []

Statement as of September 30, 2011 of the **Aetna Health Inc. (a Michigan corporation)**

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

On February 25, 2011, Aetna's Board of Directors amended Aetna's Code of Conduct. The Code of Conduct has been substantially re-written to:

(a) simplify the language of the Code to make it easier to read; (b) revise the Introduction to emphasize Aetna's historic commitment to serving and interacting with constituents honestly and with integrity; (c) restructure the layout of the Code around commitments to stakeholders; (d) add new relevant topics (e.g., "Use of Social Media") and more international references; (e) update the Code to reflect changes in laws; (f) enhance the content of the Code regarding Aetna's responsibilities as a government contractor; (g) increase the use of graphics to make the Code more appealing and reflect the diversity of Aetna's workforce; and (h) revise and add questions and answers to help give guidance on topics of special interest to both U.S. and non-U.S. employees.

9.3 Have any provisions of the code of ethics been waived for any of the specified officers?

Yes []No [X]

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes []No [X]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:

\$.....0

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes []No [X]

11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$.....0

13. Amount of real estate and mortgages held in short-term investments:

\$.....0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes []No [X]

14.2 If yes, please complete the following:

	1	2
	Prior Year-End	Current Quarter
	Book/Adjusted Carrying Value	Book/Adjusted Carrying Value
14.21 Bonds.....	\$0	\$0
14.22 Preferred Stock.....	\$0	\$0
14.23 Common Stock.....	\$0	\$0
14.24 Short-Term Investments.....	\$0	\$0
14.25 Mortgage Loans on Real Estate.....	\$0	\$0
14.26 All Other.....	\$0	\$0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$0	\$0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....	\$0	\$0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes []No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes []No []

If no, attach a description with this statement.

16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III. Conducting Examinations, F-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes [X]No []

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1	2
Name of Custodian(s)	Custodian Address
State Street Bank and Trust Company	225 Franklin St., Boston MA 02110

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

1	2	3
Name(s)	Location(s)	Complete Explanation(s)
All agreements comply.		

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter?

Yes []No [X]

16.4 If yes, give full and complete information relating thereto:

1	2	3	4
Old Custodian	New Custodian	Date of Change	Reason
N/A			

16.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1	2	3
Central Registration Depository	Name(s)	Address
	N/A	

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

17.1

Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes ☒ X]

No ☐]

17.2

If no, list exceptions:

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

GENERAL INTERROGATORIES (continued)

PART 2 - HEALTH

1.	Operating Percentages:		
1.1	A&H loss percent		<div>221.2 %</div>
1.2	A&H cost containment percent		<div>0.0 %</div>
1.3	A&H expense percent excluding cost containment expenses		<div>(2,938.6)%</div>
2.1	Do you act as a custodian for health savings accounts?	Yes [<input type="checkbox"/>]	No [<input checked="" type="checkbox"/> X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.		<div>0</div>
2.3	Do you act as an administrator for health savings accounts?	Yes [<input type="checkbox"/>]	No [<input checked="" type="checkbox"/> X]
2.4	If yes, please provide the amount of funds administered as of the reporting date.		<div>0</div>

Statement as of September 30, 2011 of the **Aetna Health Inc. (a Michigan corporation)**
SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (YES or NO)
------------------------------	------------------------------	------------------------	------------------------	-------------------------------	--------------------------------------	---

NONE

Statement as of September 30, 2011 of the **Aetna Health Inc. (a Michigan corporation)**
SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

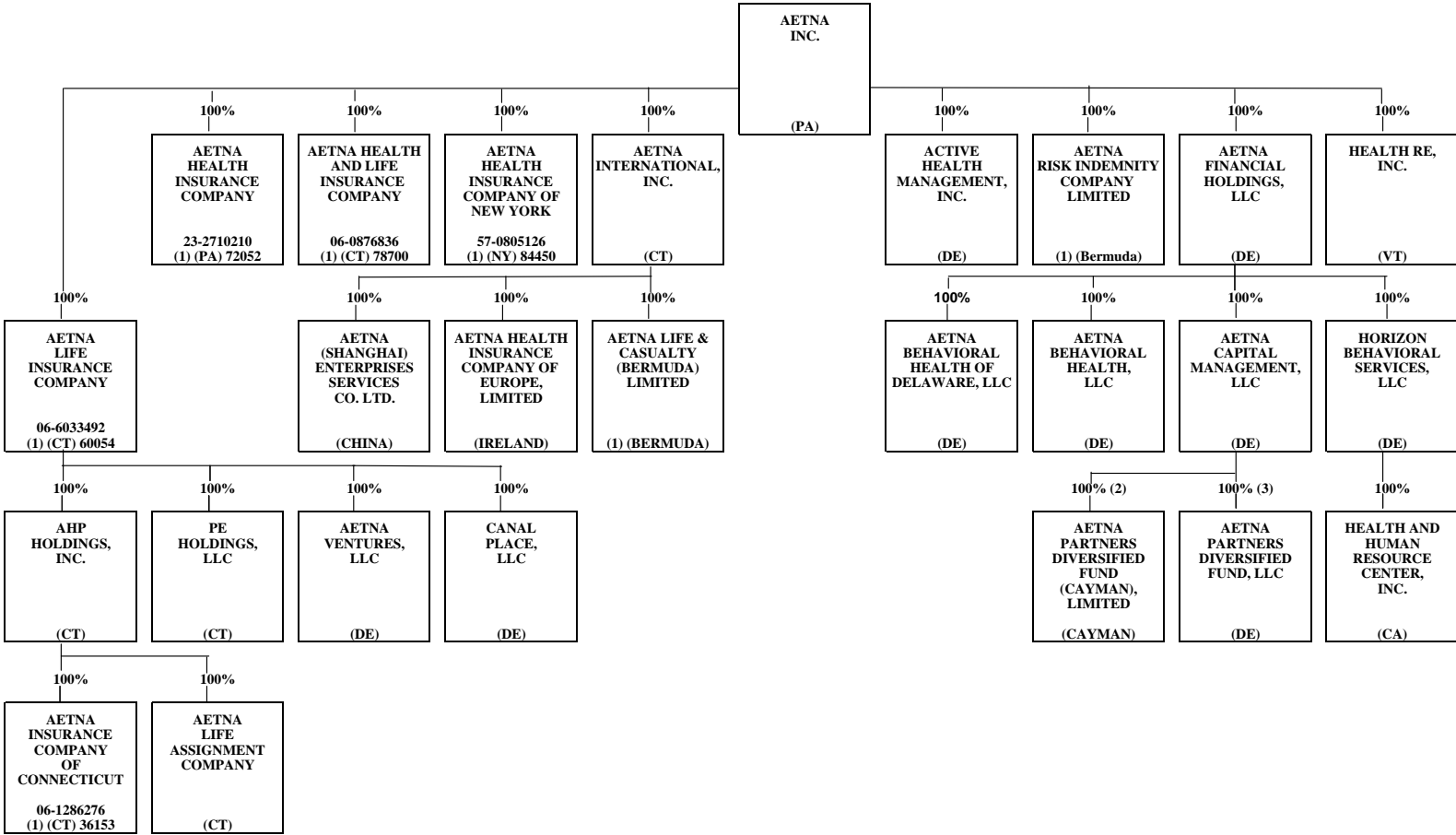
		1	Direct Business Only							
			2	3	4	5	6	7	8	9
State, Etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 through 7	Deposit-Type Contracts
1.	Alabama.....AL	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
2.	Alaska.....AK	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
3.	Arizona.....AZ	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
4.	Arkansas.....AR	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
5.	California.....CA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
6.	Colorado.....CO	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
7.	Connecticut.....CT	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
8.	Delaware.....DE	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
9.	District of Columbia.....DC	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
10.	Florida.....FL	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
11.	Georgia.....GA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
12.	Hawaii.....HI	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
13.	Idaho.....ID	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
14.	Illinois.....IL	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
15.	Indiana.....IN	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
16.	Iowa.....IA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
17.	Kansas.....KS	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
18.	Kentucky.....KY	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
19.	Louisiana.....LA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
20.	Maine.....ME	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
21.	Maryland.....MD	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
22.	Massachusetts.....MA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
23.	Michigan.....MI	...L.....	(443)	.....0	.....0	.....0	.....0	.....0	(443)	.....0
24.	Minnesota.....MN	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
25.	Mississippi.....MS	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
26.	Missouri.....MO	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
27.	Montana.....MT	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
28.	Nebraska.....NE	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
29.	Nevada.....NV	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
30.	New Hampshire.....NH	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
31.	New Jersey.....NJ	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
32.	New Mexico.....NM	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
33.	New York.....NY	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
34.	North Carolina.....NC	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
35.	North Dakota.....ND	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
36.	Ohio.....OH	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
37.	Oklahoma.....OK	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
38.	Oregon.....OR	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
39.	Pennsylvania.....PA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
40.	Rhode Island.....RI	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
41.	South Carolina.....SC	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
42.	South Dakota.....SD	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
43.	Tennessee.....TN	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
44.	Texas.....TX	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
45.	Utah.....UT	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
46.	Vermont.....VT	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
47.	Virginia.....VA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
48.	Washington.....WA	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
49.	West Virginia.....WV	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
50.	Wisconsin.....WI	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
51.	Wyoming.....WY	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
52.	American Samoa.....AS	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
53.	Guam.....GU	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
54.	Puerto Rico.....PR	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
55.	U.S. Virgin Islands.....VI	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
56.	Northern Mariana Islands.....MP	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
57.	Canada.....CN	...N.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
58.	Aggregate Other alien.....OT	...XXX...	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
59.	Subtotal.....	...XXX...	(443)	.....0	.....0	.....0	.....0	.....0	(443)	.....0
60.	Reporting entity contributions for Employee Benefit Plans.....	...XXX...	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
61.	Total (Direct Business).....	(a).....1	(443)	.....0	.....0	.....0	.....0	.....0	(443)	.....0

DETAILS OF WRITE-INS									
5801.	.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
5802.	.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
5803.	.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
5898.	Summary of remaining write-ins for line 58 from overflow page.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
5899.	Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART

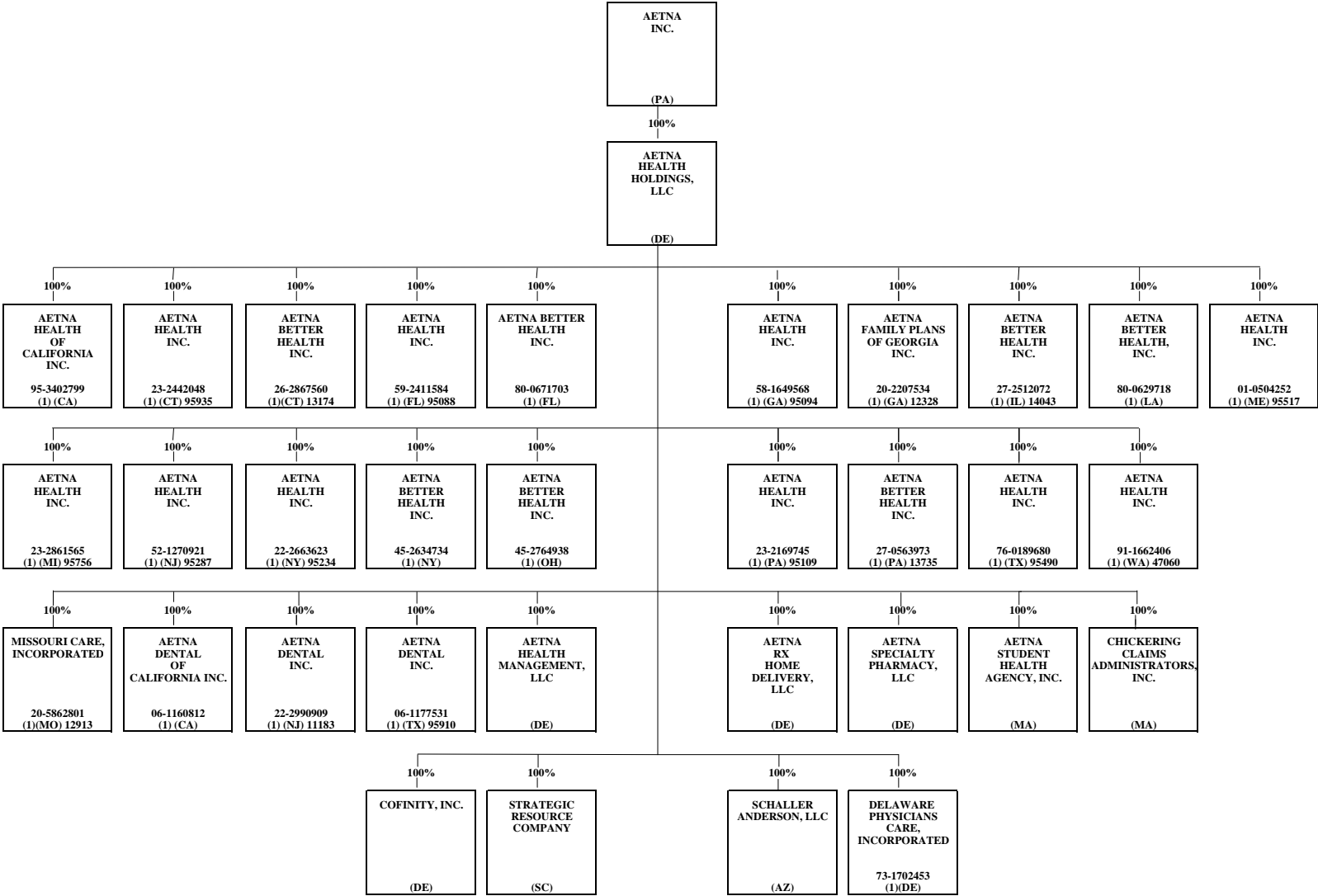


(1) Insurers/HMO's
(2) Aetna Life Insurance Company owns the Class C participating shares of Aetna Partners Diversified Fund (Cayman), Limited.
(3) Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing member interests of Aetna Partners Diversified Fund, LLC.

Percentages are rounded to the nearest whole percent and are based on ownership of voting rights.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



Reconciliation from 6/30/11 to 9/30/11:
(a) Add - Aetna Better Health Inc. (OH)

(1) Insurers/HMO's
Percentages are rounded to the nearest whole percent and are based on ownership of voting rights.

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	<div>NO</div>

Explanation:
1.

Bar Code:

* 9 5 7 5 6 2 0 1 1 3 6 5 0 0 0 0 3 *

NONE

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....	0	0
2.2 Additional investment made after acquisition.....	0	0
3. Current year change in encumbrances.....	0	0
4. Total gain (loss) on disposals.....	0	0
5. Deduct amounts received on disposals.....	0	0
6. Total foreign exchange change in book/adjusted carrying value.....	0	0
7. Deduct current year's other than temporary impairment recognized.....	0	0
8. Deduct current year's depreciation.....	0	0
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	0	0
10. Deduct total nonadmitted amounts.....	0	0
11. Statement value at end of current period (Line 9 minus Line 10).....	0	0

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....	0	0
2.2 Additional investment made after acquisition.....	0	0
3. Capitalized deferred interest and other.....	0	0
4. Accrual of discount.....	0	0
5. Unrealized valuation increase (decrease).....	0	0
6. Total gain (loss) on disposals.....	0	0
7. Deduct amounts received on disposals.....	0	0
8. Deduct amortization of premium and mortgage interest points and commitment fees.....	0	0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....	0	0
10. Deduct current year's other than temporary impairment recognized.....	0	0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Total valuation allowance.....	0	0
13. Subtotal (Line 11 plus Line 12).....	0	0
14. Deduct total nonadmitted amounts.....	0	0
15. Statement value at end of current period (Line 13 minus Line 14).....	0	0

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....	0	0
2.2 Additional investment made after acquisition.....	0	0
3. Capitalized deferred interest and other.....	0	0
4. Accrual of discount.....	0	0
5. Unrealized valuation increase (decrease).....	0	0
6. Total gain (loss) on disposals.....	0	0
7. Deduct amounts received on disposals.....	0	0
8. Deduct amortization of premium and depreciation.....	0	0
9. Total foreign exchange change in book/adjusted carrying value.....	0	0
10. Deduct current year's other than temporary impairment recognized.....	0	0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Deduct total nonadmitted amounts.....	0	0
13. Statement value at end of current period (Line 11 minus Line 12).....	0	0

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	1,097,879	1,097,147
2. Cost of bonds and stocks acquired.....	0	0
3. Accrual of discount.....	568	732
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration for bonds and stocks disposed of.....	0	0
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	1,098,447	1,097,879
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	1,098,447	1,097,879

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	3,713,740	28,269,336	28,252,607	2,087	3,722,719	3,713,740	3,732,556	3,702,746
2. Class 2 (a).....	0	0	0	0	0	0	0	0
3. Class 3 (a).....	0	0	0	0	0	0	0	0
4. Class 4 (a).....	0	0	0	0	0	0	0	0
5. Class 5 (a).....	0	0	0	0	0	0	0	0
6. Class 6 (a).....	0	0	0	0	0	0	0	0
7. Total Bonds.....	3,713,740	28,269,336	28,252,607	2,087	3,722,719	3,713,740	3,732,556	3,702,746
PREFERRED STOCK								
8. Class 1.....	0	0	0	0	0	0	0	0
9. Class 2.....	0	0	0	0	0	0	0	0
10. Class 3.....	0	0	0	0	0	0	0	0
11. Class 4.....	0	0	0	0	0	0	0	0
12. Class 5.....	0	0	0	0	0	0	0	0
13. Class 6.....	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	3,713,740	28,269,336	28,252,607	2,087	3,722,719	3,713,740	3,732,556	3,702,746

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 \$.....2,634,109; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

Statement as of September 30, 2011 of the **Aetna Health Inc. (a Michigan corporation)**
SCHEDULE DA - PART 1

Short-Term Investments					
	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals.....	.....1,366	.....XXX.....	.....1,366	.....0	.....0

SCHEDULE DA - VERIFICATION

Short-Term Investments		
	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	.....2,071	.....1,057,417
2. Cost of short-term investments acquired.....	.....70,412	.....179,331
3. Accrual of discount.....	.....0	.....139
4. Unrealized valuation increase (decrease).....	.....0	.....0
5. Total gain (loss) on disposals.....	.....0	.....0
6. Deduct consideration received on disposals.....	.....71,117	.....1,234,816
7. Deduct amortization of premium.....	.....0	.....0
8. Total foreign exchange change in book/adjusted carrying value.....	.....0	.....0
9. Deduct current year's other than temporary impairment recognized.....	.....0	.....0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	.....1,366	.....2,071
11. Deduct total nonadmitted amounts.....	.....0	.....0
12. Statement value at end of current period (Line 10 minus Line 11).....	.....1,366	.....2,071

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Statement as of September 30, 2011 of the Aetna Health Inc. (a Michigan corporation)

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	2,602,796	1,457,876
2. Cost of cash equivalents acquired.....	88,828,180	61,224,938
3. Accrual of discount.....	4,751	4,955
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	(8)	4
6. Deduct consideration received on disposals.....	88,802,976	60,084,977
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/ adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	2,632,743	2,602,796
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	2,632,743	2,602,796

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

Sch. D-Pt 3
NONE

Sch. D-Pt 4
NONE

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt A-Sn 1-Footer
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt B-Sn 1-Footer
NONE

Sch. DB-Pt B-Sn 1B-Broker List
NONE

Sch. DB-Pt D
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

Statement as of September 30, 2011 of the

Aetna Health Inc. (a Michigan corporation)

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	

Open Depositories

Bank One.....	Baton Rouge, LA.....	.....0.000	.....0	.....0	.....25,014	.....25,014	.....25,014	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	.....0	.....0	.....25,014	.....25,014	.....25,014	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	.....0	.....0	.....25,014	.....25,014	.....25,014	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	.....0	.....0	.....25,014	.....25,014	.....25,014	XXX..

Statement as of September 30, 2011 of the **Aetna Health Inc. (a Michigan corporation)**

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
Industrial and Miscellaneous (Unaffiliated) Issuer Obligations							
AON CORP CP 3(a)3.....		09/12/2011	0.340	10/19/2011	186,968	0	34
BALTIMORE GAS & ELEC CO CP 3(a)3.....		09/28/2011	0.310	10/03/2011	186,997	0	5
DARDEN RESTAURANT CP 3(A) 3.....		09/26/2011	0.220	10/03/2011	186,998	0	6
FLORIDA PR & LT CP 3(A) 3.....		09/22/2011	0.190	10/06/2011	186,995	0	9
HARRIS CORPORATION CP 3(a)3.....		09/29/2011	0.330	10/11/2011	186,983	0	3
MATTEL INC CP 3(A) 3.....		09/28/2011	0.340	10/24/2011	186,960	0	5
MICHIGAN CONS GAS CP 3 A.....		09/28/2011	0.330	10/12/2011	186,981	0	5
PRAXAIR INC. CP.....		09/30/2011	0.050	10/03/2011	186,999	0	0
RYDER SYSTEMS CP.....		09/21/2011	0.300	10/04/2011	186,995	0	16
SAFEWAY INC CP 3 (A) 3.....		09/14/2011	0.340	10/14/2011	186,977	0	30
SONOCO PRODUCTS COMPANY CP 3(A)3.....		09/30/2011	0.310	10/03/2011	186,997	0	2
SOUTH CAROLINA ELECTRIC & GAS CP 3(a)3.....		09/28/2011	0.400	11/03/2011	186,931	0	6
VIRGINIA ELEC & PR CO CP 3(A) 3.....		09/28/2011	0.350	10/31/2011	101,970	0	3
WISCONSIN ENERGY CORP 3(A)3.....		09/13/2011	0.200	10/12/2011	99,994	0	10
WISCONSIN PUBLIC SERVICE CP 3(A) 3.....		09/19/2011	0.180	10/03/2011	186,998	0	11
3299999. Industrial and Miscellaneous (Unaffiliated) Issuer Obligations.....					2,632,743	0	145
3899999. Total - Industrial and Miscellaneous (Unaffiliated).....					2,632,743	0	145
Total							
7799999. Subtotals - Issuer Obligations.....					2,632,743	0	145
8399999. Subtotals - Bonds.....					2,632,743	0	145
8699999. Total - Cash Equivalents.....					2,632,743	0	145

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